S2 GOLF INC
Form 5
March 29, 2001

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FORM 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

[ ] CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a)
Holding Company Act of 1935 or Section 30(f) of the Investme

[ ] FORM 3 HOLDINGS REPORTED
[ ] FORM 4 TRANSACTIONS REPORTED

1. Name and Address of Reporting Person(1)

Hamill Randy A.
(Last) (First) (Middle)

18 Gloria Lane
(Street)

Fairfield NJ 07004
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

S2 Golf Inc.

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year
12/00

5. If Amendment, Date of Original (Month/Year)

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TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPO

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired(A) or Disposed of (D) (Instr. 3, 4 and 5)			5
		Code	V	Amount	(A) or (D)	Price	
Common Stock							

(Over)

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FORM 5 (CONTINUED) TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date able ratio (Mont Day/Y
			Code	V	(A)	(D)	Date Exer- cisable
Call Options (rights to buy)	$0.75	12/31/00	A		6,250		Immed.
Call Options (rights to buy)	$1.84375						Immed.
Call Options (rights to buy)	$3.00(2)						Immed.
Call Options (rights to buy)	$0.9375						Immed.
Call Options (rights to buy)	$0.9375(2)						Immed.

8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	6,250	D	
	6,250	D	
	4,375	D	
	4,267	D	
	40,000	D	

Explanation of Responses:
(1) Expiration date = 12/31/10 or 3 months after employment terminates.
(2) Upon certain changes of control, exercise price becomes $0.01.
(3) Expiration date = 3/9/10 or 3 months after employment terminates.
(4) Expiration date = 1/3/09 or 3 months after employment terminates.

(1) Intentional misstatements or omissions of facts constitute Federal Criminal Violations. /
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Signat

Note: File three copies of this Form, one of which must be manually signed. If space is insuffic
see Instruction 6 for procedure.